

EXHIBIT 24

[Filed Under Seal]

Message

From: SIMON HAKIM [shakim@temple.edu]
Sent: 10/31/2011 12:47:40 PM
To: Katie Lilley [katielilley@hillenby.com]
CC: ANDREW J. BUCK [andrew.buck@temple.edu]; ERWIN A. BLACKSTONE [erwin.blackstone@temple.edu]
Subject: RE: Prposal on Private vs. Public Prisons

Hi Katie,

I hope that it is o.k. with you to be less formal and refer by first name. We got the references and we went over them. I hope that we will be able to send you the proposal soon. Regards, Simon.

Dr. Simon Hakim, Director and
Professor of Economics
Center for Competitive Government
Fox School of Business & Management
Temple University
Philadelphia, PA 19122

Tel. 215-204-5037
FAX 215-204-4491
Website: <http://www.fox.temple.edu/ccg>

From: Katie Lilley [mailto:katielilley@hillenby.com]
Sent: Monday, October 31, 2011 3:13 PM
To: SIMON HAKIM
Subject: Fwd: Prposal on Private vs. Public Prisons

Dr. Hakim,
Hope you had a good weekend. I sent an email last Wednesday to you and your colleagues with a great many attachments. It occurred to me that you may have had difficulty receiving such large files, and I wanted to make sure you had gotten it because it answered your questions and provided some pertinent information for you to use as you put together the proposal. Let me know if you had any trouble receiving it, and I will try again.
Thanks,
Katie

----- Forwarded message -----

From: **Katie Lilley** <katielilley@hillenby.com>
Date: Wed, Oct 26, 2011 at 12:12 AM
Subject: Re: Prposal on Private vs. Public Prisons
To: SIMON HAKIM <shakim@temple.edu>
Cc: "ERWIN A. BLACKSTONE" <erwin.blackstone@temple.edu>, "ANDREW J. BUCK" <andrew.buck@temple.edu>, "Owen, Steve" <Steve.Owen@cca.com>, Rob Hoppin <robhoppin@hillenby.com>

Drs. Hakim, Blackstone and Buck,
Thank you all for your time last week. We have provided responses to the questions you had below and are happy to answer any additional ones that you have.

1. Please send us the references or the actual reports on the "agenda driven anti PPP studies".

I have attached several studies that might be helpful to you. First is not a study, but a New York Times article that captures much of the general sentiment around the cost savings issue. Beyond that, I've included reports on the savings issue from the Utah Criminal Justice Center, Policy Matters Ohio, the Arizona Auditor General and the Florida Center for Fiscal and Economic Policy. Additionally, you will find reports from the ACLU and Justice Policy Institute that are broader condemnations of private prisons but still touch on the savings issue.

I also wanted to share with you a few more positive pieces. I sent over the Vanderbilt study CCA commissioned after we had our meeting last month. I've included here a study CCA commissioned in Arizona, as well as a recent study from CCA competitor MTC, just for background.

2. In a second thought, the relevant comparison between public and private run prison relates to the level of security of a prison. We might consider two prisons that are similar in that respect. It is not difficult to correct for wage differences between states for the same security level prison.

The challenge with such a targeted comparison, as we discussed on the call, is that CCA potentially crosses that sensitivity threshold where the company ends up pointing the finger at a specific government partner that they work with, with potential repercussions with them as well as with other customers not selected. It's also nearly impossible to ever get an apples-to-apples comparison, no matter how hard you try to capture all the public costs/factors.

I think we prefer instead the idea of a regional approach, where we compare CCA data on cost/quality to regions of the country. In that approach, the priority regions to research/compare with would be the Northeast and Midwest, followed by the West, Rocky Mountains, and/or Pacific Northwest. The South and Southeast are not targets as the costs are generally so low for everyone. Keeping in mind that this profession (public or private) is a labor-intensive cost, and that factors such as pension costs are more significant and readily available in the above mentioned regions, this approach seems to make more sense. It also enables us to put CCA in the best possible light by averaging our performance/costs, as opposed to depending on a specific facility(ies) which may or may not put our best foot forward.

3. Are we dealing also with the capital/construction aspects of prisons, contracting-out specific prison services? We discussed only the complete management/operation issue.

We should be comprehensive and look at both construction and operational aspects, as well as ancillary benefits (government being able to divert funds/resources to other needs, improvements to existing public systems, etc). We would, however, like to be able to separate the savings out for the different phases. Also, an important piece of this is the "how." How does the company save money and offer higher quality -- technology, efficient design, procurement, etc.

We look forward to your proposal. As discussed, we will look for a range of options in the proposal (modest, medium and most extensive). For each, we'd like to have a general sense of the methodology, a proposed timeline for completion and a budget. As part of that budget, please include some of your time following the completion of the study for media interviews, etc.

We provided regional guidance above, but we will also provide some specific target states as soon as we can. I've included the contact information for Steve and Rob below. (They also are both cc'ed on this email.)

Steve Owen
Senior Director, Public Affairs
Corrections Corporation of America
615-263-3107
steve.owen@cca.com

Rob Hoppin
President
Hillenby
703-889-8504 x1

robhoppin@hillenby.com

Thanks,
Katie

On Fri, Oct 21, 2011 at 1:12 PM, SIMON HAKIM <shakim@temple.edu> wrote:

Hi Katie,

Thank you very much for arranging and directing the telephone conference of today. We are very interested in studying the topic of PPP in correctional institutions. As you may know, our Center for Competitive Government has conducted several studies, published academic and professional articles and published books in this field (see, www.fox.temple.edu/ccg). We have few requests for the preparation of our proposal:

1. Please send us the references or the actual reports on the "agenda driven anti PPP studies".
2. In a second thought, the relevant comparison between public and private run prison relates to the level of security of a prison. We might consider two prisons that are similar in that respect. It is not difficult to correct for wage differences between states for the same security level prison.
3. Are we dealing also with the capital/construction aspects of prisons, constructing-out specific prison services? We discussed only the complete management/operation issue.

We are looking forward to hearing from you. Best regards, Simon Hakim.

From: Katie Lilley [katielilley@hillenby.com]
Sent: Monday, October 17, 2011 6:34 PM
To: SIMON HAKIM
Cc: ANDREW J. BUCK; ERWIN A. BLACKSTONE
Subject: Re: Discussion on Potential Study

Hello all,
I sent a calendar invite today for the meeting, but just to confirm:

Friday 10/21
11:00 a.m. - 12:00 p.m. Eastern
Call-In Number: [703-889-8504](tel:703-889-8504); Press "1" to dial by extension; Enter "111" as extension; Password: 1216

Look forward to speaking with you then,
Katie

On Mon, Oct 17, 2011 at 9:31 AM, SIMON HAKIM <shakim@temple.edu> wrote:

Hi Katie.

We are o.k. for this coming Friday at 11. Best regards, Simon Hakim.

From: Katie Lilley [katielilley@hillenby.com]
Sent: Thursday, October 13, 2011 4:53 PM
To: SIMON HAKIM; ERWIN A. BLACKSTONE
Subject: Discussion on Potential Study

Dr. Hakim and Dr. Blackstone,
Thank you again for meeting with Tony Grande and me in Philadelphia a couple of weeks ago. We are interested in seeing what opportunity there may be to work with you on a study of partnership corrections. Could you provide us some times you might be available next week to have a conference call with our team? We want to take a few minutes to lay out our thoughts on such a study and answer any questions you might have. Following that, we would like to see if we can get a proposal from you. Appreciate your help on this.
Thanks,
Katie

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